

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/15/1999

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Hvide Marine Incorporated		12/14/1999	CORPORATION: FLORIDA

RECEIVING PARTY DATA

Name:	Hvide Marine Incorporated
Street Address:	2200 Eller Drive P.O. Box 13038
City:	Fort Lauderdale
State/Country:	FLORIDA
Postal Code:	33316
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2253074	SEABULK

CORRESPONDENCE DATA

Fax Number: (202)824-3001
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 202-824-3000
 Email: BWPTOTM@bannerwitcoff.com
 Correspondent Name: Holly M. Ford
 Address Line 1: 1001 G Street, NW
 Address Line 4: Washington, DISTRICT OF COLUMBIA 20001

ATTORNEY DOCKET NUMBER:	000748.73479
NAME OF SUBMITTER:	Holly M. Ford
Signature:	/holly m. ford/

CH \$40.00 2253074

Date:

01/16/2006

Total Attachments: 7

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State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Merger, filed on December 14, 1999, effective December 15, 1999, for HVIDE MARINE INCORPORATED, the surviving Delaware entity not authorized to transact business in Florida, as shown by the records of this office.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Fifteenth day of December, 1999



CR2EO?? (1-99)

Katherine Harris

Katherine Harris
Secretary of State

TRADEMARK

REEL: 003227 FRAME: 0985



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 15, 1999

Capitol Services
1406 Hays Street
Suite 2
Tallahassee, FL 32301

The Articles of Merger were filed on December 14, 1999, effective December 15, 1999, for HVIDE MARINE INCORPORATED, the surviving Delaware corporation not authorized to transact business in Florida.

The certification you requested is enclosed.

Should you have any further questions regarding this matter, please feel free to call (850) 487-6050, the Amendment Filing Section.

Annette Ramsey
Corporate Specialist
Division of Corporations

Letter Number: 899A00058913

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

TRADEMARK

REEL: 003227 FRAME: 0986

ARTICLES OF MERGER

OF

HVIDE MARINE INCORPORATED
(a Florida corporation)

WITH AND INTO

HVIDE MARINE INCORPORATED
(a Delaware corporation)

(pursuant to Section 607.1104 of the
Florida 1989 Business Corporation Act)

12/15/99

FILED
99 DEC 14 PM 4:55
TALLAHASSEE, FLORIDA

The undersigned hereby certifies and sets forth:

FIRST: The name of the non-surviving subsidiary corporation is Hvide Marine Incorporated, a corporation formed and existing under the laws of the State of Florida (hereinafter referred to as the "Subsidiary Corporation").

SECOND: The name of the surviving parent corporation is Hvide Marine Incorporated, a corporation formed and existing under the laws of the State of Delaware (hereinafter referred to as "Hvide" or the "Surviving Corporation").

THIRD: All of the shares of the Subsidiary Corporation shall be canceled.

FOURTH: The shareholders of the Subsidiary Corporation who would have been entitled to vote, except for the provisions of Article 607.1104 of the Florida 1989 Business Corporation Act (the "Florida Act"), and who dissent from the merger may be entitled, if they comply with the provisions of the Florida Act regarding the rights of dissenting shareholders, to be paid the fair value of their shares.

FIFTH: The effective date of the merger shall be on 8:00 a.m. on Wednesday, December 15, 1999.

SIXTH: Shareholder approval was not required.


SEVENTH: The Plan of Merger, a copy of which is attached hereto as Exhibit "A", was adopted by the board of directors of each of the Subsidiary Corporation and the Surviving Corporation on December 14, 1999.

TRADEMARK


REEL: 003227 FRAME: 0987

IN WITNESS WHEREOF, the undersigned have executed these Articles of Merger this 14 day of December, 1999 and acknowledge the contents to be true and correct under the penalties of perjury.

HVIDE MARINE INCORPORATED,
a Florida corporation

By: 
Name: Robert B. Lamm
Title: Senior Vice President

HVIDE MARINE INCORPORATED,
a Delaware corporation

By: 
Name: Robert B. Lamm
Title: Senior Vice President

TRADEMARK

REEL: 003227 FRAME: 0988

AGREEMENT AND PLAN OF MERGER

AGREEMENT AND PLAN OF MERGER, dated as of December 14, 1999 (the "Agreement"), by and between Hvide Marine Incorporated, a corporation formed and existing under the laws of the State of Florida (the "Subsidiary Corporation"), and Hvide Marine Incorporated, a corporation formed and existing under the laws of the State of Delaware ("Hvide").

RECITALS

The Board of Directors of Hvide and the Subsidiary Corporation deem it advisable that the Subsidiary Corporation be merged with and into Hvide (the "Merger"), with Hvide as the surviving corporation (hereinafter sometimes referred to as the "Surviving Corporation"), on the terms and subject to the conditions herein set forth.

In consideration of the foregoing and the mutual agreements set forth herein, the parties agree as follows:

1. At the Effective Date (as defined in Section 3 below), the Subsidiary Corporation shall be merged with and into Hvide on the terms and subject to the conditions hereinafter set forth and in accordance with the applicable provisions of the Delaware General Corporation Law and the Florida 1989 Business Corporation Act (the "Florida Act"). The separate existence of the Subsidiary Corporation shall cease at the Effective Date and the existence of Hvide shall continue unaffected and unimpaired by the Merger with all the rights, privileges, immunities and powers, and subject to all the duties and liabilities, of a corporation organized under the laws of the State of Delaware.
2. From and after the Effective Date, the Surviving Corporation shall possess all the rights, privileges, immunities and powers, and shall be subject to all of the obligations, liabilities and duties, of the Subsidiary Corporation; all assets, property and any and all other interests of the Subsidiary Corporation shall be vested in the Surviving Corporation without further act or deed; and the Merger shall have all the effect provided by applicable law.
3. The Merger shall become effective on the later of the acceptance of the appropriate Certificate or Articles of Merger by the Secretary of State of Delaware or the Secretary of State of Florida (the "Effective Date").
4. The Certificate of Incorporation of Hvide in effect immediately prior to the Effective Date shall continue as the Certificate of Incorporation of the Surviving Corporation. The

By-laws of Hvide in effect immediately prior to the Effective Date shall continue as the By-laws of the Surviving Corporation. The officers and director of Hvide immediately prior to the Effective Date shall continue as officers and directors of the Surviving Corporation.

6(a). Hvide directly owns all of the issued and outstanding shares of the capital stock of the Subsidiary Corporation.

(b). Each issued and outstanding share of the capital stock of the Subsidiary Corporation shall be canceled on the Effective Date of the Merger.

7. From and after the Effective Date, the holder of a certificate which prior thereto represented issued and outstanding shares of capital stock of the Subsidiary Corporation shall have no rights with respect to such shares.

8. The parties to this Agreement intend the Merger to qualify as a reorganization within the meaning of Section 368(a) of the Internal Revenue Code of 1986, as amended.

9. Hvide, the direct holder of all of the capital stock of the Subsidiary Corporation, hereby waives notice of any mailing of this Agreement and Plan of Merger and any Articles or Certificate of Merger as the same may be filed with the Secretaries of State of the States of Delaware and Florida.


10. The shareholders of the Subsidiary Corporation who would have been entitled to vote, except for the provisions of Article 607.1104 of the Florida Act, and who dissent from the merger may be entitled, if they comply with the provisions of the Florida Act regarding the rights of dissenting shareholders, to be paid the fair value of their shares.

11. This Agreement may be abandoned or terminated prior to the Effective Date by resolution duly adopted by the respective Boards of Directors of the Subsidiary Corporation and Hvide.


[Intentionally left blank]

IN WITNESS WHEREOF, the parties have duly executed this Agreement as of the date first written above.

Hvide MARINE INCORPORATED
a Florida corporation

By: 
Name: Robert B. Lamm
Title: Senior Vice President

Hvide MARINE INCORPORATED
a Delaware corporation

By: 
Name: Robert B. Lamm
Title: Senior Vice President